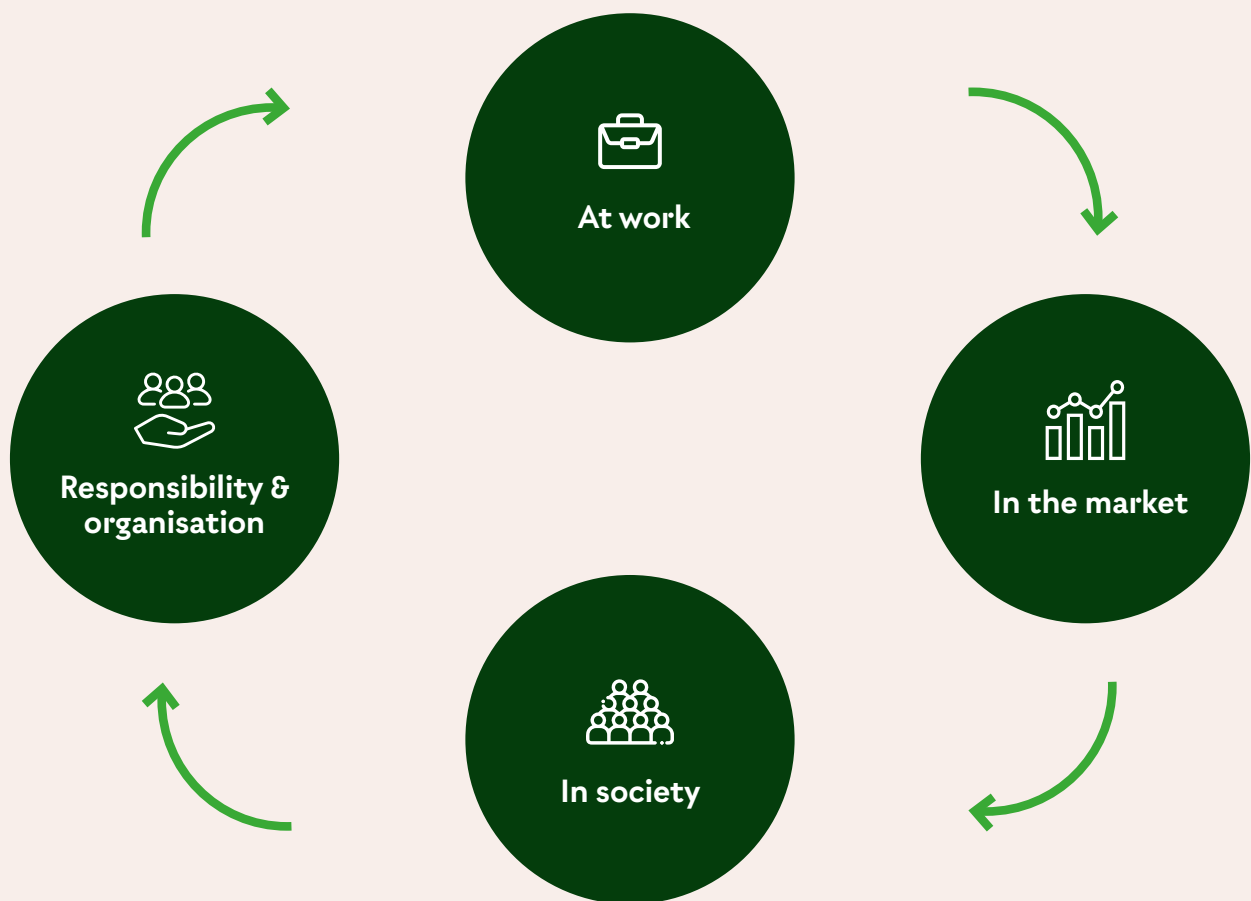


# We are Nobina

– Our internal Code of Conduct

# We are Nobina

– Our internal Code of Conduct





# Contents

<b>1. INTRODUCTION</b>	<i>Page 5</i>
1.1. Purpose and scope	<i>Page 5</i>
1.2. Target group	<i>Page 5</i>
1.3. Who we are	<i>Page 6</i>
1.4. Why do we have a Code of Conduct?	<i>Page 6</i>
1.5. We build our success with dynamic values?	<i>Page 7</i>
1.6. Our values	<i>Page 7</i>
1.7. Traveller promise	<i>Page 8</i>
 <b>2. IN THE WORKPLACE – YOUR OBLIGATIONS</b>	 <i>Page 9</i>
2.1. Employees – approach	<i>Page 9</i>
2.2. To be a leader and a role model with us	<i>Page 10</i>
2.3. Personal development	<i>Page 11</i>
2.4. Fair working conditions	<i>Page 11</i>
2.5. Equality, inclusion and diversity	<i>Page 12</i>
2.6. Alcohol and drugs	<i>Page 13</i>
2.7. Occupational health and safety	<i>Page 14</i>
2.8. Information security and confidentiality	<i>Page 15</i>
2.9. Data protection and integrity	<i>Page 16</i>
2.10. Nobina's assets	<i>Page 17</i>
2.11. Accounting and financial reporting	<i>Page 17</i>

<b>3. IN THE MARKET AND IN OUR RELATIONSHIPS</b>	<i>Page 18</i>
3.1. Conflicts of interest	<i>Page 18</i>
3.2. Relationships with stakeholders	<i>Page 19</i>
3.3. Corruption, bias, bribery and hospitality	<i>Page 20</i>
3.4. Sponsorship	<i>Page 20</i>
3.5. Sustainable purchasing and our external Code of Conduct	<i>Page 21</i>
 <b>4. IN THE MARKET AND IN OUR RELATIONSHIPS</b>	 <i>Page 22</i>
4.1. Environment and sustainability	<i>Page 22</i>
4.2. Human rights and children's rights	<i>Page 23</i>
4.3. External communication	<i>Page 24</i>
4.4. Healthy competition and market	<i>Page 25</i>
4.5. Political contacts	<i>Page 25</i>
4.6. Associations with sanctioned individuals and companies	<i>Page 26</i>
 <b>5. RESPONSIBILITY, COMPLIANCE AND REPORTING</b>	 <i>Page 27</i>
5.1. Governance, management and compliance	<i>Page 27</i>
5.2. Roles, responsibility and operational activities	<i>Page 28</i>
5.3. Documents	<i>Page 29</i>
5.4. Monitoring and changes	<i>Page 29</i>
5.5. Whistleblower system	<i>Page 29</i>

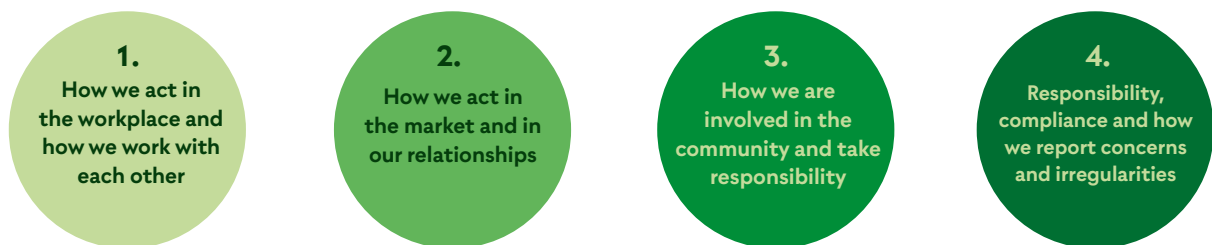
## 1

# Introduction

This Code of Conduct is based on our values and describes our obligations and our commitment in terms of business integrity in all that we do as a company, employer and partner. It translates our values into behaviour and converts them into how we should act and conduct ourselves in practice in various areas of our everyday operations.

## 1.1. Purpose and scope

The Code of Conduct consists of four parts



## 1.2. Target group

This Code of Conduct applies to all parts of the Nobina Group's organisation (i.e., all included companies) and operations. The Code applies to all of Nobina's employees – regardless of position, role or form of employment. We all represent Nobina and must therefore be aware of and comply with all principles and requirements covered by our internal Code of Conduct. This also applies to part-time employees and insourced consultants.

### As a representative for Nobina you are expected to:

Read, understand and comply with this Code; keep updated about our governance documents and the documents referred to in this Code; contact your immediate manager if the Code or our governance documents do not provide adequate guidance; and always report suspected serious irregularities and encourage discussions on ethical issues as they arise.

As a manager or supervisor, you have a particular responsibility as an ambassador to set a good example and act in accordance with Nobina's Code of Conduct. As a leader, you must ensure compliance with the

Code in everyday operations by ensuring that your employees have read the Code of Conduct and understand how it should be applied in practice. Also encourage discussions on ethical dilemmas in your team.

As an employee at Nobina you have a responsibility to ensure that our operations are conducted in accordance with the Code of Conduct. Breaching the Code or other relevant guidelines is not acceptable and may lead to disciplinary action.

Nobina's Code of Conduct also applies to and towards external parties given that individuals and companies outside of Nobina are an important part of our operations. External partners, suppliers, subcontractors and consultants must therefore comply with Nobina's Code of Conduct as part of their partnership with us. Nobina has its own (external) Supplier Code of Conduct that must be signed and complied with when collaborating with us.

## 1.3. Who we are

We are the Nordic region's largest public transport company and our vision is that everybody should want to travel with us. Together, we keep society moving every day and when we do this we contribute to a more sustainable society. We therefore develop technology that reduces environmental and climate impact, and we connect cities and regions to make everyday life more convenient and more secure. Through innovation and experience, we also create a profitable

and stable company that provides employment for thousands of people. In the lunchroom, we exchange experiences and perspectives thus allowing the myriad of skills to be shared and developed so we can grow as a company. In this way, we create even better journeys for everyone, and also improve society as a whole.

We keep  
society moving  
every day



## 1.4. Why do we have a Code of Conduct?

We do not accept unethical behaviour and always take immediate action. However, it may sometimes be difficult in every situation to know what is right, for example, the right action or behaviour, and there are many grey areas when each employee is responsible for making their own judgements. This Code of Conduct aims to help to explain how we should be and act, and what we should expect from each other as well as help us to understand that our ethical compass is built on shared responsibility that includes us all. The Code describes what we stand for, how we are to be and what we can expect from each other. Accordingly, the Code guides us in how we conduct business, while also protecting ourselves and our brand.

Nobina. Each individual employee is expected to share and comply with this Code, which includes Nobina's values.

A leading position in public transport involves greater responsibility and we strive to set a good example in sustainable business. Breaches of our ethical rules constitute substantial business risk for us as a company – at worst this could exclude us from the market.



## 1.5. We build our success with dynamic values

We are a values-driven company. Our values reflect and form the basis of how we behave and treat each other every day – both internally and externally. Our values determine how we work and behave in all parts of our business. We build the success of the business on the trust of employees, customers, clients and our other stakeholders, which means we can feel proud at the same time as our brand is strengthened. Our operations and reputation have grown strong and we are constantly striving to develop our culture throughout the operations – which is reflected in our internal Code of Conduct.

To succeed, we are dependent on everyone at Nobina – we are all culture bearers and ambassadors for how we are perceived by each other and others. How we act and treat each other, our passengers and clients, suppliers and the business environment is crucial – everything we say and do is important. Committed employees who live and share our values make us successful, and it is also essential that we can attract new talent, have a strong brand and be a preferred party.

## 1.6. Our values

### Our values



#### We respect each other

We safeguard the equal value of all human beings and treat each other with courtesy and consideration.

Together, we create a safe and creative working climate. We take action in the case of lack of respect toward customers, each other and the company.



#### We care

We are committed, attentive and care about each other. We take active responsibility for the environment, society, safety and security. We promote health and personal development.



#### We take responsibility

Our work is characterised by responsibility, trust and participation. We take responsibility for our own development and the development of the company. We act as good examples.





## 1.7. Traveller promise

### What

Our traveller promise comprises our offer to our passengers and is one way we realise our vision that "Everyone wants to travel with us." Nobina's traveller promise is to have a natural place in everything we do whereby we continuously highlight the traveller's perspective and let this permeate our daily work. We want the feeling of travel with Nobina to be the same regardless of where the traveller begins their journey. Accordingly, employees are to act consistently so travellers can always feel comfortable. We believe that if we provide a pleasant reception, simple communication and a safe journey then we will achieve our traveller promise.

The traveller promise entails a promise to our passengers and also a promise to each other of collaboration within and outside of Nobina. If we are to succeed, all functions must embrace the traveller promise in their work. Many activities take place both before and after the bus driver meets a traveller in the bus. When all parts work together, before, during and after a journey, then we can deliver our promise to travellers. From a traveller perspective, the journey is seamless, even though the journey includes other components than those delivered by Nobina that also impact how we are perceived.

### Our principles

- Our traveller promise means that every employee helps to ensure the traveller:
- Feels welcome
- Feels safe
- Has received information that is important to the journey and can be sure that the journey with us is always sustainable

### In concrete terms, that means

- As an employee you understand what the traveller promise requires in your role and how you are expected to act
- All employees understand the traveller's perspective and allows this to permeate their work
- You take responsibility for delivering our traveller promise, and you also collaborate with others on the traveller promise.







## 2

# In the workplace – your obligations

Working at Nobina is not only about providing the best service or solution or helping our clients to provide public transport that is at the forefront. We must also manage Nobina's assets responsibly and always do what is best for Nobina, so that our expectations and goals and those of our owners are achieved. This also requires a curious and learning organisation that is constantly developing. In the workplace, we must also feel safe and create a fair, inclusive and sound work environment where expertise grows and each individual develops. It is the responsibility of everyone to act professionally, in line with our values and to contribute to an inclusive culture where we form each other's work environment.

## 2.1. Employees – approach

### What

We aim to be a learning organisation where each of us takes responsibility and develops. We have a shared vision within Nobina that "everyone wants to travel with us." Our business concept is to simplify everyday travelling and we achieve this in accordance with our traveller promise so passengers feel welcome, safe and informed when they travel with us. All of us at Nobina have different roles and a shared responsibility to contribute to realising the business concept and that we develop together towards the vision.

### Our principles

- Each individual employee, regardless of role, is to act in line with the organisation's values, traveller promise and overall goal.
- All employees must comply with the Employee criteria, which means all employees are expected to take responsibility, collaborate and understand the bigger picture.
- We work proactively to promote health and well-being in the workplace and offer all employees support in difficult situations and crises.

### In concrete terms, that means

- We create inclusion and commitment through dialogue and collaboration.
- Our operations are guided by expectations and targets. Each employee is to be given continuous, informed and constructive feedback in dialogue with their immediate manager.
- We work proactively to create an inclusive workplace and expect our employees to be sensitive to others and respect differences.
- We are all personally responsible for our own areas of work, but also for promoting transparency, health and safety in day-to-day operations. As an employee, you are part of various groups and social contexts.
- This requires an ability to collaborate. As an employee you are an important part of the company and you impact Nobina's total performance. Nobina operates in an industry that is affected by social structures and expectations. Therefore, it is important that you see your own and Nobina's role in a broader context.



#### Read more here:

Learn more about our **Employee criteria** and **Employee policy**, which are available in the **Employee handbook**.

## 2.2. To be a leader and a role model with us

### What

Leadership at Nobina entails motivating others of their own accord to achieve agreed targets. Leaders at Nobina have a particular responsibility, primarily to represent our values and set a good example for others. Our leadership criteria are Businesslike – focus on the traveller, Engaging – using a coaching approach, and Brave – develop and change. These guide you as leader and are also used in recruitment, evaluation and development.

### Our principles

- As a leader, your personal abilities and behaviour must be in keeping with our values and targets.
- As a leader, you must comply with and promote Nobina's Leadership criteria.

### In concrete terms, that means

#### Nobina's leaders must:

Have a perspective "from the outside and in" in order to understand and address the needs that exist in the market. **This means that you:**

- See the bigger picture and are a visionary.
- Understand and are interested in travellers' needs.

- Develop our business and take business decisions.

Understand what creates commitment and use this knowledge to build commitment among your employees. **This means that you:**

- Clarify purpose, direction and contribution to the whole
- Set a good example and build an inclusive culture based on our values.
- Have a present leadership.

Have the courage to think in new ways, be flexible in our changing world and have the courage to work with your own and others' development areas and to think outside of the norms. **This means that you:**

- Have the courage to address challenges, solve problems and take decisions.
- Trust the will and abilities of others.
- Develop, improve and value different perspectives.

#### Read more here:

You can read more about this in the **Manager handbook** and **Employee handbook**, respectively.

## 2.3. Personal development

### What

Our ambition is to always create the best possible conditions for you as an employee so that you feel safe and experience work satisfaction in your daily tasks and so that you can develop in your role and understand what is expected of you.

### Our principles

- We work proactively to develop employees within the framework of our operations.
- Each employee is responsible for their own development.

### In concrete terms, that means

- Your manager offers you the right conditions to perform your role and is clear to you about expectations, performance and opportunities.
- As an employee, you know what is expected of you in your role.
- As an employee, you must be clear about your expectations.

#### Read more here:

Learn more in the **Employee handbook**.

## 2.4. Fair working conditions

### What

Our employees are one of our key resources and the relationship is built on mutual respect and trust. All of our employees are to work under fair conditions that comply with laws and collective agreements. Our work environment is to be good and all of our employees are to be rewarded for their work. Nobina naturally respects human rights, ILO standards and the Convention on the Rights of the Child, which also permeate everything we do – both internally and externally, such as in our supply chain.

### Our principles

- Regardless of form of employment, everyone is entitled to equal treatment in terms of labour conditions, access to social security and training. We encourage a transition to permanent contracts when possible.
- All employees are entitled to fair pay that enables a reasonable standard of living and complies with law and agreements. The wage structure principles are to be known, clear and predictable, and follow agreements and national practices.
- We do not permit actions that restrict our employees' freedom and mobility, nor do we tolerate any form of child labour, forced labour or involuntary labour at our workplace or workplaces in the supply chain.
- We acknowledge collective agreements and the freedom of association for workers. We foster good relationships with employee organisations and observe our jointly agreed working approach to collaboration.

- Our employees with caring responsibilities shall be entitled to suitable leave, flexible working arrangements and access to social care services. All employees – regardless of gender identity – are to have equal access to special leave for their caring responsibilities and are to be encouraged to take leave equitably.
- All employees are entitled to good health and safety protection at work and a good work environment that creates a platform for a long working life.

### In concrete terms, that means

- We are positive to internal mobility, whereby our employees can work across national borders.
- As an employee you are to be treated with respect and dignity and are to show the same to people you come into contact with and/or those who are affected by your work.
- If you become aware of unfair working conditions at Nobina or any of Nobina's suppliers, you must promptly report this to your immediate manager, trade union representative or HR. If you feel you are unable or unwilling to report this using ordinary channels, you can use Nobina's whistleblower function.

#### Read more here:

Read more about this in our **Employee handbook** and our **Supplier Code of Conduct**.

## 2.5. Equality, inclusion and diversity

### What

Within Nobina, we act on the basis of our values. This means we appreciate differences. This appreciation enables individuals and groups to grow, feel safe, respected, heard, committed and valued for who they are. We want to be an attractive workplace for everyone and for Nobina diversity means individuals, who based on background, personality, knowledge and experience, and founded on our values, think differently and complement each other. This is necessary for innovation, development and success.

### Active work with equality, inclusion and diversity provides the conditions for:

- A healthy and high-performing organisation, where everyone feels respected, committed and welcome
- Increased development and innovation
- Attracting many different target groups and widening the recruitment base

Nobina recruits, employs, trains, promotes and compensates individuals on the basis of merits, performance, work-related qualifications and the requirements of a work role. Diversity and inclusion are embedded in our culture and we are committed to creating equal opportunities. We value our differences and work better together because of these. A work environment that values differences between individuals and encourages the full potential of each employee makes us stronger.

An inclusive work environment for Nobina is a workplace where we act on the basis of our values. A sense of belonging where differences are valued, where individuals and groups can grow, feel safe, respected, heard, committed and valued for who they are. We then also come closer to our vision: everyone wants to travel with us.

It is important that diversity efforts become part of the normal working day. Our laws state that no direct or indirect discrimination may take place due to sex, gender identity or expression, ethnicity, religion or other belief, disability, sexual orientation or age. But this is not enough for Nobina. We are convinced that diversity st-

rengthens Nobina's profitability and our attractiveness as an employer. A diversity perspective also improves decisions concerning business, recruitment, promotion and wage structure.

### Our principles

- Nobina is to be a welcoming company where everyone feels important, competent and liked.
- Nobina promotes diversity and views it as an opportunity and strength in the development of the company.
- We want to build on differences between people – when diversity is really leveraged, it becomes an advantage for everyone.

### In concrete terms, that means

- We treat each other with respect.
- We care about each other and are curious about differences.
- We take active responsibility to include each other and act when we believe someone is not being treated well.



### Read more here:

Learn more in the **Employee handbook**.





## 2.6. Alcohol and drugs

### What

Each employee has a great responsibility to perform their work safely and securely. Part of this responsibility is naturally that employees are alcohol and drug-free at work. Driving while under the influence is illegal.

Each Nobina employee is the organisation's representative, it is therefore important that neither alcohol nor drugs affect our behaviour or how we perform our duties. If we fail to identify an employee with alcohol or drug problems we put at risk the trust that Nobina has built with our customers and partners. It could also have other economic implications, such as increased sick leave and higher costs for damages.

### Our principles

- All of Nobina's operations are to be alcohol- and drug-free.
- Driving while under the influence is illegal and is in no way acceptable.

- We ensure that employees who need rehabilitation are offered rehabilitation and support through this process.

### In concrete terms, that means

- That you comply with the law and with Nobina's regulations on alcohol and drugs.
- Each workplace ensures that employees receive information about the requirements for an alcohol- and drug-free workplace.
- Continually investigate the need for work adaption and rehabilitation.
- Start work adaption and rehabilitation as soon as possible.

#### Read more here:

Read more about this in our **Employee handbook**.



## 2.7. Occupational health and safety

### What

As part of the chain delivering essential services, Nobina is engaged, and actively strives to protect our own privacy and information, and that of our passengers and PTAs (clients).

### Our principles

- We care about each other and have an inclusive workplace.
- We take joint responsibility for contributing to the mental and physical well-being of our colleagues.
- We are to ensure that our work environment is safe and creates opportunities for good health, safety and well-being. We are each other's work environment.
- We will reduce the number of workplace accidents



and strive for zero accidents at work.

- We regard legislation and rules as a lowest threshold and work constantly to serve as a model in the industry in terms of wellness, and occupational health and safety.
- We do not accept threats and/or violence.

### In concrete terms, that means

- You should have a safe workplace.
- You have the right to enjoy good physical and mental health. Your work environment should not pose a risk to your physical or mental health.
- Your workplace should be safe, and therefore you must use a seat belt and never web surf or talk on the phone while driving.
- You report all incidents related to wellness, and occupational health and safety in accordance with Nobina's procedures.

### For more information:

Read more about this in our policies and instructions that regulate IT and information security. If you want to find out more or are unsure about what you should do, contact in the first instance your immediate manager or **Nobina's Chief Information Security Officer.**





## 2.8. Information security and confidentiality

### What?

As part of the chain delivering essential services, Nobina is engaged, and actively strives to protect our own privacy and information, and that of our passengers and PTAs (clients).

### Our principles

- We ensure that our information assets have a high level of protection in terms of confidentiality, accuracy and accessibility.
- We actively work to integrate information security in the entire life cycle of the applications or services, including acquisitions, development, change, maintenance and distribution, that directly or indirectly affect services in the Nobina Group.
- We ensure that important IT processes, such as authorisation management, reliability and change management are documented, verified and traceable.
- We restrict access to the Nobina Group's information solely to authorised personnel and ensure that it is secure from unauthorised physical access or damage, such as fire or power failure.
- We ensure there is a disaster recovery plan for information systems and infrastructure that directly, or indirectly, affect services in the Nobina Group.
- We have procedures and methods for risk assessment and risk management.

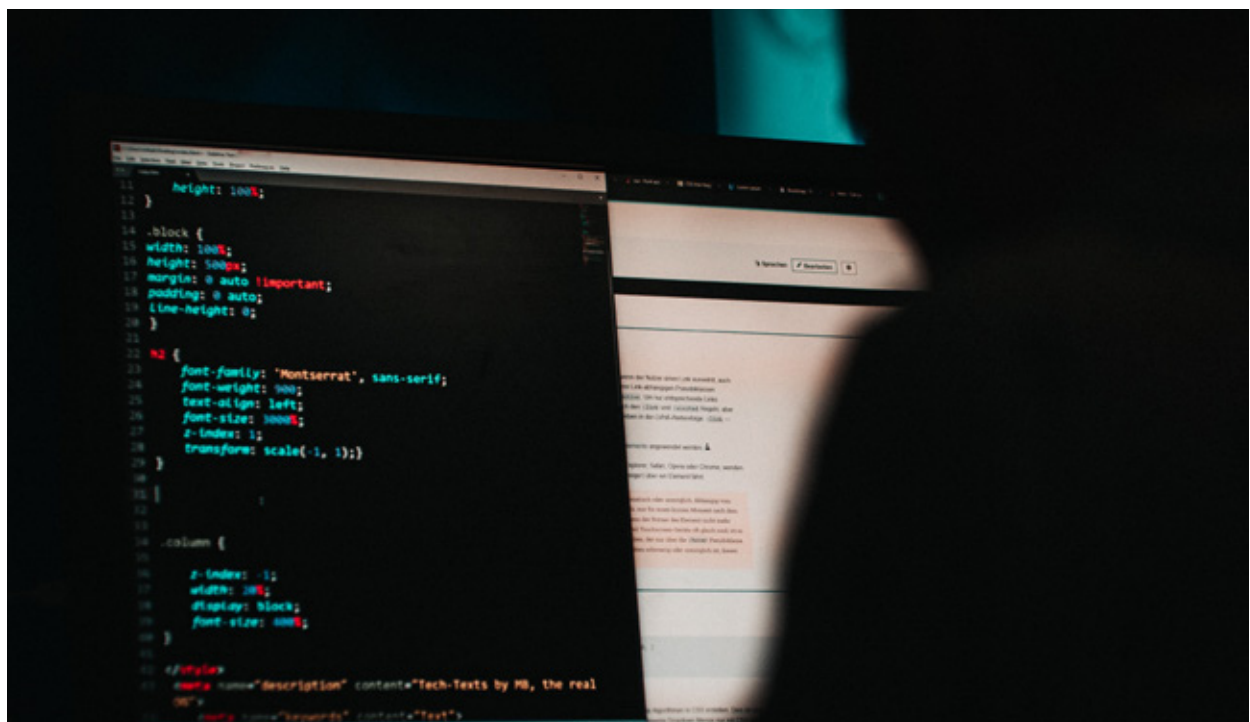
- We have rules for secure system development and guidelines for creating secure code.
- We have information security rules for supplier relationships and managing security in supplier agreements.

### In concrete terms, that means

- You protect Nobina's information.
- You follow established processes for how information is managed.
- You only share information with people who are entitled to receive it and who actually need it.
- You must report any information leak or security shortcoming that you identify according to established procedures.

### For more information:

Read more about this in our policies and instructions that regulate IT and information security. If you want to find out more or are unsure about what you should do, contact in the first instance your immediate manager or **Nobina's Chief Information Security**.





## 2.9. Data protection and integrity

### What?

Nobina and all employees attach great importance to data protection and privacy for every individual. As a provider of essential services, we must always prioritise the safety of our travellers, suppliers and other stakeholders – both in traffic and online.

### Our principles

- We respect everyone's right to privacy and therefore comply with applicable legislation and instructions when collecting and processing personal data.
- We guarantee the secure processing of everyone's personal data, both for employees and for other stakeholders. Other people's personal data is managed in the same way as we want our own to be managed.
- We take appropriate safeguards and protect personal data to the best of our ability.
- Personal data is only made available to those who need access.
- Personal data is not stored for longer than necessary for the purpose it was initially obtained.

### In concrete terms, that means

- You are entitled to receive information concerning how your personal data is processed.
- You are entitled to have access to your personal data.
- Your personal data is to be processed with discretion.
- You process other people's personal data with the necessary respect and caution.

### Read more here:

Read more about this in our **Privacy policies** – there is a policy for each country and company. You can also read our **GDPR handbook** and our **GDPR compliance instruction**.



## 2.10. Nobina's assets

### What?

Nobina owns important tangible and intangible assets, such as vehicles, computers, charging stations, know-how, business and operating secrets, and brands. Nobina and all employees carefully manage our assets to protect them.

### Our principles

- We take care of our assets responsibly.
- We protect all assets from damage, loss, theft and incorrect use.
- We do not use our assets for inappropriate communication or for illegal or immoral purposes, such as for harassment or discrimination.
- When we use consultants, we protect our assets through legal contracts.
- We use our clients' and suppliers' assets with the same care as we manage our own.

### In concrete terms, that means

- You use Nobina's assets carefully and exercise good judgment.
- You use Nobina's assets for private purposes only to the extent this is permitted.
- You do not use assets for personal gain through prohibited secondary activities.
- You do not use assets in a manner that could pose a threat to information security.

#### Read more here:

Read more about this in our policies and instructions that regulate IT and information security.

## 2.11. Accounting and financial reporting

### What?

Nobina is to correctly register, report and recognise financial and non-financial information in accordance with laws and industry practice.

### Our principles

- We provide correct information and conduct our activities transparently.
- We register all transactions and follow standards and guidelines for financial reporting.
- We document and archive in accordance with national legislation and best practice.

### In concrete terms, that means

- You are responsible for ensuring that all information is correctly and transparently reported.
- You do not forge or correct anything that is inaccurate.
- You never destroy or withhold information or details that must be stored or reported.

#### Read more here:

Read more in our Finance policy or Authorisation policy and in our instructions for financial management and financial reporting.





## 3

# In the market and in our relationships

As a major market operator, we conduct many transactions and interact with many different partners both in the public and in the private sectors. It is in our interest to conduct good and sustainable business and we believe the best business relationships are founded on respect and mutual benefit. We all have roles in this and must act in accordance with our values. In parallel, we perform our duties with a high level of integrity and act responsibly, sustainably and fairly.

## 3.1. Conflicts of interest

### What

Situations may arise in your work when different interests collide. For example, as an employee you may have personal interests that are contrary to or that impact

Nobina's interests. Conflicts of interest may arise in conjunction with tendering, hospitality and entertainment or as meals, gifts or charity from someone with whom Nobina conducts business or competes. A conflict of interest can be as damaging as a genuine conflict.

### Our principles

- We are to make decisions without taking into account personal gains that are contrary to Nobina's interests.
- We are open about actual or potential conflicts of interest and therefore report these using the available channels, for example to your immediate manager.



### In concrete terms, that means

- You do not take part in activities where a conflict of interest arises or where this could be perceived as arising.
- You report actual or potential conflicts of interest.

### For more information:

If you want to find out more or are unsure about what you should do, contact in the first instance your immediate manager. Nobina's General Counsel may also be contacted when necessary.

## 3.2. Relationships with stakeholders

### What?

In our day-to-day activities, we often come into contact with other stakeholders and our customers in the market. We are to be open, honest and act in accordance with Nobina's values – this is when we are perceived as the company we want to be.

### Our principles

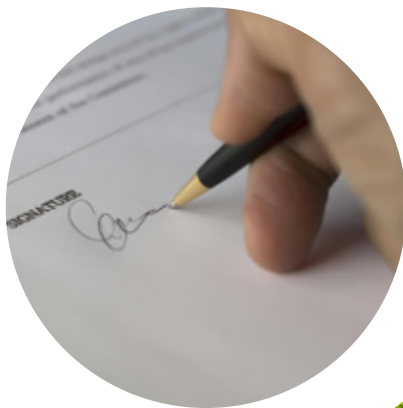
- We collaborate with companies that have good values that are aligned with Nobina's.
- We are to treat others with the same respect and professionalism that we want to receive ourselves.
- We must always act on the basis of Nobina's values.
- We are to collaborate well with everyone we come into contact with, including clients, suppliers and customers.

### In concrete terms, that means

- You treat everyone with respect.
- You ensure that Nobina's values permeate all collaboration with external parties.
- You ensure that Nobina's Code of Conduct is part of contractual relationships.

### For more information:

If you want to find out more or are unsure about what you should do, contact in the first instance your immediate manager. Nobina's General Counsel may also be contacted when necessary.



### 3.3. Corruption, bias, bribery and hospitality

#### What

All employees have a responsibility to combat corruption, conflicts of interest and to behave in a professional manner – in all behaviour and all decision-making. Corruption can take various forms involve anything from bribery, extortion or gifts in exchange for services or undue advantages. It is not always easy to identify corruption and it is therefore important that we remain vigilant if anyone attempts to influence you, or a colleague, a client or a competitor in how they perform work or an assignment. Remember that it does not always involve money, but can also concern an exchange of services.

Conflicts of interest may arise when you work with or opposite someone with whom you have any kind of relationship, whether this is a positive or negative relationship.

#### Our principles

- We actively avoid the risk of placing ourselves in a conflict of interest.
- We always act and are perceived as a professional operator in our industry. Decisions must not be influenced by circumstances that have no place in the decision.
- A gift must never entail unspoken expectations of something in return. We do not give nor accept anything other than small gifts that are deemed reasonable in the context.
- We must not, directly or indirectly, offer, promise,

request, demand or accept bribes or other undue benefits to retain a customer or secure a contract. A bribe is considered an undue benefit intended to persuade the recipient to act in a specific way in the performance of their duties. There is no financial limit for what can be considered a bribe, rather the circumstances alone decide.

- We immediately report any suspicion of corruption or conflicts of interest.

#### In concrete terms, that means

- You must never accept, give, request, pay, offer or sanction bribes – regardless of form.
- You never attempt to exercise undue influence over public officials or potential business partners.
- You must submit a report immediately – through one of Nobina's reporting channels, such as to your immediate manager, company management or via Nobina's whistleblower function – if you identify, suspect or find yourself in circumstances that involve a conflict of interest or corruption.
- You are proactive if you find yourself at risk of a conflict of interest in work relationships.

#### For more information:

Read more about this in our Anti-corruption policy. If you want to find out more or are unsure about what you should do, contact in the first instance your immediate manager. Nobina's General Counsel may also be contacted when necessary.

### 3.4. Sponsorship

#### What

Sponsorship could involve Nobina offering money, services or products to someone in exchange for goodwill or other values. This could be to influence and/or strengthen Nobina's brand by being associated with a charitable organisation.

#### Our principles

- We must only sponsor activities that are aligned with Nobina's values.
- Sponsorship must never consist of, or be perceived as, bribery, corruption or fraud.

#### In concrete terms, that means

- If you choose sponsorship activities, do so with

integrity and caution.

- You ensure that the activities of the sponsored party are aligned with Nobina's values.
- You ensure that the sponsorship cannot be considered or perceived as corruption.
- You ensure that the sponsorship is performed in accordance with Nobina's rules and procedures for approval.

#### For more information:

If you want to find out more or are unsure about what you should do, contact Nobina's Communications department.





## 3.5. Sustainable purchasing and our external Code of Conduct

### What

Everyone who works purchasing products and services has a responsibility to ensure sustainable purchasing. Sustainable purchasing is important to create a positive transition at all levels and to strengthen our competitiveness. We strive to collaborate with the best and most sustainable suppliers and we are to ensure sustainability both in environmental and in social terms throughout the supply chain (from raw material to the end consumer).

### Our principles

- We only work with sustainable suppliers that approve and comply with Nobina's Supplier Code of Conduct.
- We ensure that Nobina's Supplier Code of Conduct fulfils all requirements made by our external parties – both for clients and for other contracting partners.
- We ensure sustainability throughout the supply chain and the entire business relationship.

### In concrete terms, that means

- All of Nobina's suppliers must undertake to comply with Nobina's Code of Conduct.
- We continuously evaluate and monitor our supply chains.



### For more information:

Read more about this in our **Supplier Code of Conduct**. If you have any questions or want more information, contact **Nobina's Head of Sustainability**, **Nobina's central purchasing department** or **Nobina's General Counsel**, depending on the question.



## 4

# Community involvement and responsibility

**We are not only the leading company in public transport. We are also one of many helping to build tomorrow's sustainable society. When we do this, we assume responsibility by minimising our negative environmental footprint, creating employment for those who need it most, making public transport accessible to everyone, promoting competition on equal terms and developing society as a whole, where we all live and work.**

## 4.1. Environment and sustainability

### What

Sustainability is integrated in Nobina's strategy and our sustainability agenda is one of the three components of the strategic framework. It helps us to incorporate all aspects of sustainability, on all levels, in everything we do. From continuous environmental and efficiency improvements to being a good employer and an ethical company. From the bus driver's cab to the workshop floor and the Board room. Only in this way can we fulfil our mission, to contribute to a sustainable society through leading and smart transport solutions – today and in the future.

### Our principles

- We work towards the UN Sustainable Development Goals, particularly towards smart transport solutions, long-term resource use, and being a responsible employer and societal stakeholder.
- We ensure that anyone who steps onto a Nobina bus feels welcome and safe and can expect a flexible and sustainable journey.
- We help to achieve political goals such as regional growth, reduced climate impact, less congestion, possibilities for housing, jobs and commuting.



- We are a proactive partner that delivers values to our clients, by providing reliable bus transport and by contributing to the development of smarter, more sustainable and resource-efficient transport solutions.

#### In concrete terms, that means

- We must always strive for the most environmental and sustainable business solution in all of our solutions and operational decisions.

#### For more information:

Read more in our **Sustainability policy**. If you have any questions or want more information, contact **Nobina's Head of Sustainability**, **Nobina's central purchasing department** or **Nobina's General Counsel**, depending on the question.



## 4.2. Human rights and children's rights

### What

All people have universal and fundamental rights and freedoms. These are included in the UN Universal Declaration of Human Rights, the UN Covenant on Political and Civil Rights, the Convention on the Rights of the Child, the International Covenant on Economic, Social and Cultural Rights, ILO Conventions and also EU law and national legislation.

### Our principles

- We are to support democracy and human rights in our work.
- We are to work with respect for universal and fundamental rights and freedoms and this is to permeate our entire operation.

- We must ensure that our suppliers and partners commit to follow universal and fundamental rights and freedoms.
- We must always take into account the best interests of the child in accordance with the Convention on the Rights of the Child.

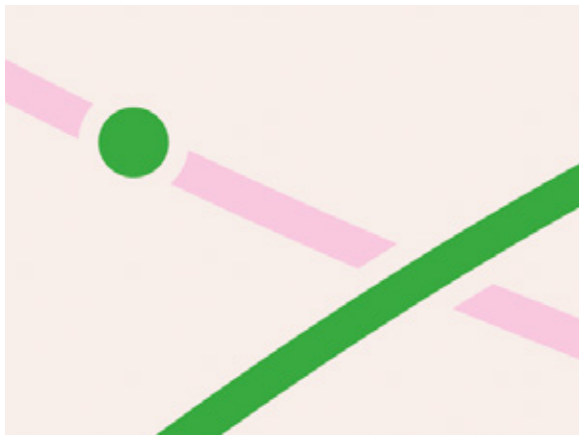
### In concrete terms, that means

- You have universal and fundamental rights and freedoms.
- You must ensure that others respect and follow universal and fundamental rights and freedoms.
- You always take into account the best interests of the child.
- You submit a report if you believe or detect that universal and fundamental rights and freedoms are not being respected.



#### For more information:

Read more in our **Sustainability policy**. If you have any questions or want more information, contact **Nobina's Head of Sustainability**, **Nobina's central purchasing department** or **Nobina's General Counsel**, depending on the question.



## 4.3. External communication

### What

External communication plays an important part in our information disclosure, marketing and brand building initiatives. This could include communication in the form of press releases, promoting new contracts, advocacy activities, social media comments as well as traffic information about cancelled journeys or accidents when they occur. The information could target travellers during a journey or politicians and journalists.

### Our principles

- We follow communication rules pursuant to law and good marketing practice.
- Our information is correct and is presented clearly.
- We adapt our information to the recipient.
- Our information is presented in a professional manner.

### In concrete terms, that means

- You adapt your information to your message and the target group.
- You are aware that you represent Nobina and only

present information that you are authorised to convey on behalf of Nobina.

- You follow Nobina's guidelines for how you correctly use graphic components, including the right versions of the Nobina logo and templates.

### For more information:

More information is available in **Nobina's brand portal**. If you want to find out more or are unsure about what you should do in a certain situation, contact **Nobina's communications department**.

## 4.4. Healthy competition and market

### What

Free and fair competition benefits consumers, society as a whole and our own business operations. Nobina wants to promote fair competition and the principle that companies should act independently as regards decisions on pricing, innovation and strategy. We do not accept any contracts or other agreements with competitors that restrict or distort competition, such as pricing arrangements, market-sharing or limitation of production. We do not exchange sensitive and confidential information with competitors that could reveal our strategy or how we intend to act. We take into consideration our market position and make sure not to act in a manner that could entail abuse of a dominant position.

### Our principles

- We believe in competition on equal terms as this leads to efficiency, innovation and a healthy market.
- We do not tolerate breaches of competition law and always report suspicions of wrongdoing.
- We encourage our colleagues to talk about what constitutes a healthy market.

### In concrete terms, that means

- You encourage, do not enter into or conceal prohibited collaboration and other anti-competitive activities.
- You do not discuss and exchange sensitive or critical business information with competitors or other external parties.
- You consult with your manager, and/or Nobina's General Counsel if you have the slightest uncertainty about the application of competition law.
- You promptly report any suspicion of irregularities to your immediate manager or use Nobina's whistle-blower function.

#### For more information:

If you want to find out more or are unsure about what you should do, contact **Nobina's General Counsel**.

## 4.5. Political contacts

### What

Public transport is politically controlled and political contacts are therefore a natural part of our activities. Nobina should not participate in unsound political activities and if we participate in political activities these are to take place transparently and sustainably.

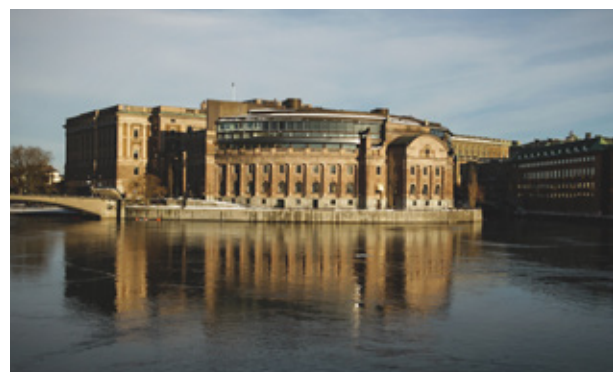
### Our principles

- We are to be unaffiliated to any political party when participating in political activities.
- Political contacts are to promote a stronger public transport industry. Contacts are to move Nobina's operations in a positive direction.

### In concrete terms, that means

- You do not make unapproved political contributions.
- You ensure that all political activity is transparent and in accordance with Nobina's values.
- You have the right to be politically involved, but ensure that you do not mix together your perso-

nal political activities with Nobina's other than in connection with trade union/labour law activities or when sanctioned by Nobina.



#### For more information:

If you want to find out more or are unsure about what you should do in a certain situation, contact **Nobina's communications department**.

## 4.6. Associations with sanctioned individuals and companies

### What

Doing business in a global market means being part of a complex regulatory framework where responsibility lies with us to encourage regulatory compliance. One such example is international sanctions, which could be used by, for example, the EU or specific countries to combat terrorist financing, to not trade with specific states for political reasons or for other purposes. This means we do not employ sanctioned individuals and that we do not have business relationships with sanctioned individuals or companies.

### Our principles

- We do not have employees or suppliers that are subject to international sanctions.
- We ensure that our policies and instructions meet legal requirements and the requirements of external partners.

### In concrete terms, that means

- We make routine controls of our suppliers.
- We ensure that we employ the right people.

### For more information:

If you want to find out more or are unsure about what you should do, contact **Nobina's General Counsel**.







## 5

# Responsibility, compliance and reporting

**As a major market operator, we conduct many transactions and interact with many different partners both in the public and in the private sectors. It is in our interest to conduct good and sustainable business and we believe the best business relationships are founded on respect and mutual benefit. We all have roles in this and must act in accordance with our values. In parallel, we perform our duties with a high level of integrity and act responsibly and fairly.**

## 5.1. Governance, management and compliance

Strategic and operative responsibility is needed to efficiently govern and lead Nobina's operations in accordance with this Code of Conduct and to ensure compliance with this Code of Conduct by all employees.

The Code of Conduct is to be reviewed annually to ensure its continued appropriateness, integrity and effect.

The review must also verify that all parties involved have been informed of the Code of Conduct. Amendments are to be made whenever necessary and the updated Code of Conduct is then to be communicated to the relevant parties.

## 5.2. Roles, responsibility and operational activities

Our work to cover all areas in this Code – everything from how we behave towards each other, behave as leaders and protect Nobina’s assets to how we work with sustainability and responsible business – is, as for other key strategic issues and initiatives, fully integrated into our entire business activities. In many respects, this Code is an essential part of our values and our sustainability strategy and is integrated at all levels to ensure compliance.

Nobina’s Group management has adopted this internal Code of Conduct (We are Nobina) and our external Supplier Code of Conduct and is ultimately responsible for ensuring that everyone at Nobina complies with these. Group management gives managing directors (in each Nobina company) ultimate responsibility for implementing the Code of Conduct and ensuring that

all employees in each company undertake to comply with the Code of Conduct. Each managing director undertakes to actively support and provide suitable conditions so that the Code of Conduct can be implemented and maintained. In cases where Nobina companies have signed contracts with clients to follow the client’s Code of Conduct focusing on social sustainability (or equivalent), the managing director is responsible for ensuring (similar to the above) compliance with such a Code of Conduct in operational activities in the company, even if the managing director delegates operational activities with the compliance requirement to another individual or several functions within Nobina.



Every employee is responsible for being aware of the Code of Conduct and undertakes to comply with it.

Breaches of the Code of Conduct are not acceptable and should you breach it you may be subject to disciplinary action.

Operational governance to raise awareness of the Code and create conditions to support the companies is held together through various Group functions:

**The Business Development Director** (also includes security, safety and sustainability) bears ultimate operating responsibility for the Group’s security, safety and sustainability issues, and is responsible for developing and implementing strategies, policies, guidelines, targets, processes and tools related to security, safety, sustainability and responsible business. This role also ensures that central functions form a sustainability

council that meets regularly to discuss and manage strategic and operational issues related to sustainability. Under this function, there is also a Head of Security and Sustainability who coordinates and drives security, safety and sustainability issues and supports the operating companies in their security, safety and sustainability activities.

**The Nobina Group’s General Counsel** owns this document and has overall responsibility to create documented procedures that ensure legal compliance and to offer general training and support to the business in the area of legal compliance.

**Group HR** has overall responsibility for leading and overseeing that HR in each Nobina company, with operating responsibility in each company, implements the Code of Conduct. HR in each Nobina company is responsible for ensuring that all employees, existing

and new, in the company have committed to adhere to the Code of Conduct and understand what it means in practice.

**Nobina's central purchasing department** is responsible for ensuring that all purchases are conducted in accordance with the Code and Nobina's Process for Sustainable Purchasing. Central purchasing ensures that suppliers comply with Nobina's Supplier Code of Conduct (which has also been adopted by Nobina's Group management), that overarching risk assessments are performed at category and country level, that suppliers conduct their own risk estimates, that the results of these estimates are analysed and followed up with suppliers, and that sustainability audits are implemented and followed up. The Process for Sustainable Purchasing is reviewed and updated annually.

**Nobina's communications department**, through the head of Public Affairs & Communication, is responsible for supporting the Group in its communication needs, both internally and externally, to make available and convey Nobina's principles and framework in this Code of Conduct.



---

## 5.3. Documents

This Code of Conduct provides Nobina with a framework for how Nobina's employees are to behave internally and externally. To effectively implement and continuously work with Nobina's position within the Group's various areas of operation, there are in addition

to this Code of Conduct other governing documents in the form of, for example, Group instructions and company-specific instructions, which provide more detailed information and guidance.

---

## 5.4. Monitoring and changes

This is version 1.0 of Nobina's internal Code of Conduct "We are Nobina." Nobina's General Counsel is the

owner of this document and responsible for routinely updating the Code of Conduct as required.

---

## 5.5. Whistleblower system

Nobina has a whistleblower function that is to be used to report suspected serious irregularities or misconduct. It also gives us the ability to act and is an important tool to enable us to comply with our values. Every day, all year round. For Nobina, it is self-evident that we take responsibility and we want all people with an interest in our operations to feel safe and to be treated with respect.

The whistleblower system allows all employees, and also external parties, to report suspected breaches of Nobina's Code of Conduct.

